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FORM D g 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR MINIFORM LIMITED OFFERING EXEMPTION

OMB APP	ROVAL
OMB Number:	3235-0076
Expires:	April 30, 2008
Estimated average b	urden
hours per response	1

SEC USE ONLY								
Prefix	. Seria	ıl						
DA	DATE RECEIVED							

160	
Name of Offering (.check if this is an amendment and name has changed, and indicate cha	ange.)
Mission Mill Creek, DST	
Filing Under (Check box(es) that apply): Rule 504 Rule 505	Rule 506 Section 4(6) ULOE
Type of Filing: New Filing	DD
A. BASIC IDENTIFICATION DA	ATA PROCESSED
Enter the information requested about the issuer	-00ED
Name of Issuer (check if this is an amendment and name has changed, and indicate cha	ngc.) MAY 3 1 2007 16
Mission Mill Creek, DST	2007 /
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Arta COMSON
410 Pine Street, SE, Suite 100, Vienna, VA 22180	(866) 434-2600 FINANCIAL
Address of Principal Business Operations (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
(if different from Executive Offices)	
Brief Description of Business	:
The acquisition, lease and sale of property held by the Delaware Statutory Trus	st.
	
Type of Business Organization	_
☐ corporation ☐ limited partnership, already formed ☐ business trust ☐ limited partnership, to be formed	Uniter (prease speeding).
Month Year	_
Actual or Estimated Date of Incorporation or Organization: 0 2	7 Actual Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbrevia	
CN for Canada: FN for other foreign jurisdic	ction) DE
OTNER AL INSTRUCTIONS	

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it

due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: · Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer: Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and · Each general and managing partner of partnership issuers. ☐ Executive Officer □ Director ☐ General and/or Check Box(es) that Apply: Promoter Beneficial Owner Managing Partner Full Name (Last name first, if individual) Mission Residential, LLC Business or Residence Address (Number and Street, City, State, Zip Code) 410 Pine Street, SE, Suite 100, Vienna, VA 22108 □ Director ☐ General and/or Check Box(es) that Apply: □ Promoter ☐ Beneficial Owner Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Promoter Beneficial Owner Executive Officer □ Director General and/or Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Executive Officer □ Director ☐ General and/or Check Box(es) that Apply: ☐ Promoter Beneficial Owner Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Director General and/or Beneficial Owner ☐ Executive Officer Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ General and/or □ Director Check Box(es) that Apply: ☐ Promoter Beneficial Owner ☐ Executive Officer Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ General and/or ■ Beneficial Owner ☐ Executive Officer ☐ Director Check Box(es) that Apply: ☐ Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

				В.	INFORMA	ATION AB	OUT OFFE	RING				
1. Has	the issuer s	sold, or doe	es the issue	r intend to	sell, to non	-accredited	d investors	in this offe	ring?		Yes	No ⊠
			А	nswer also	in Append	lix, Colum	n 2, if filin	g under Ul	.OE.			
2. Wha	at is the mir	nimum inv	estment tha	t will be a	cepted fro	m anv indi	vidual?			***************************************	\$ 100.0	00*
-												: -
3. Does the offering permit joint ownership of a single unit?											Yes ⊠	No □
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
	me (Last n	-		1)								
	ma Finan			a and Street	. City Sta	ta Zin Co.	da)					
	ss or Reside 51 Park Re		-		et, City, Sta	ie, Zip Co	10)					
	of Associate			10102								
										 .	.,	
	n Which Po eck "All St										All States	
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[NJ] [SC]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	(PA) (PR]
Full Na	me (Last n	ame first, i	f individua	l)	 							
Busines	ss or Resid	ence Addre	ss (Numbe	r and Stree	et, City, Sta	te, Zip Co	de)					
Name o	of Associate	ed Broker o	or Dealer								-	
	n Which Pe					icit Purcha	sers					1 Ctatas
	eck "All St											l States
[AL] [IL]	[AK] [IN]	[AZ] [IA]	(AR) [KS]	[CA] [KY]	[CO] [LA]	[CT] [ME]	[DE] [MD]	[DC] [MA]	[FL] [MI]	[GA] [MN]	[HI] [MS]	[ID] [MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[WK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[XT]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full Na	me (Last n	ame first, i	f individua	1)								
Busines	ss or Resid	ence Addre	ss (Numbe	r and Stree	t, City, Sta	te, Zip Co	de)					
Name o	of Associate	ed Broker o	or Dealer						·			
	n Which Pe											1.64.
				_								States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL] [MT]	[IN] [NE]	[IA] [NV]	[KS] [NH]	[KY] [NJ]	[LA] [NM]	[ME] [NY]	[MD] [NC]	[MA] [ND]	[MI] [OH]	[MN] [OK]	[MS] [OR]	[MO] [PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

^{*} A smaller amount may be accepted by the issuer in its sole discretion.

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \int and indicate in the columns below the amounts of the securities offered for exchange and already exchanged Aggregate Amount Already Offering Price Type of Security Sold 0 0 Debt 0 Equity..... Preferred Common Partnership Interests...... \$ 0 S 0 \$ 8,200,000 \$ 8,200,000 Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate **Dollar Amount** Number of Purchases Investors \$ 8,200,000 Accredited Investors 0 Non-accredited Investors Total (for filings under Rule 504 only)..... Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1. Dollar Amount Type of Security Sold Type of Offering Rule 505 Regulation A.... Rule 504..... Total 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. \boxtimes \$0 Transfer Agent's Fees Printing and Engraving Costs.... \$108,000 Legal Fees \$0 Accounting Fees Engineering Fees. \$574,000 Sales Commission (specify finders' fees separately)..... Other Expenses (identify) Broker Dealer marketing and due diligence costs \$246,000 \$928.000 Total

	C. OFFERING PRIC	E, NUMBER OF INVESTORS, EXPENSES AND USE	OF PROCEEDS					
b.	Enter the difference between the aggregate offering price given in response to Part C – Question 1 and total expenses furnished in response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."							
5. Indicate below the amount of the adjusted proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C – Question 4.b above.								
			Payments to Officers, Directors & Affiliates	Payments To Others				
	Salaries and fees		S 0	S 0				
	Purchase of real estate		S 0	≤ \$4,000,000				
	Purchase, rental or leasing and insta	allation of machinery and equipment	S 0	S 0				
	Construction or leasing of plant bui	ldings and facilities	⋈ s 0	⊠ \$ 0				
	offering that may be used in exchar	cluding the value of securities involved in this age for the assets or securities of another issuer	r ⊼ 1 \$ 0	⊠\$ 0				
	·			⊠ \$ 0				
	• •			⊠ \$1,622,000				
		tion fees/closing costs/legal and due diligence						
	Column Totals		≤ \$180,000	≤ \$7,092,000				
	Total Payments Listed (column total	als added)		272,000				
		D. FEDERAL SIGNATURE						
foll	owing signature constitutes an undertaking	signed by the undersigned duly authorized person. It is by the issuer to furnish to the U.S. Securities and it by the issuer to any non-accredited in establishments.	Exchange Commissi	on, upon written				
	er (Print or Type)	Signature	Date 51410	ำ				
	ne of Signer (Print or Type)	Title of Signer (Print or Type)	1					
	istopher Finlay	Manager, Mission Trustee Services, LLC, as the 3	rustee Mission Mill	Creek, DST				

-ATTENTION-

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

		E. STATE SIGNATURE			
1.		2 presently subject to any of the disqualification pro		Yes	No
		See Appendix, Column 5, for state response.			
2.	The undersigned issuer hereby undertakes Form D (17 CFR 239.500) at such times a	s to furnish to any state administrator of any state is as required by state law.	n which this notice is f	iled, a not	ice on
3.	The undersigned issuer hereby undertake issuer to offerees.	es to furnish to the state administrators, upon writ	ten request, information	on furnish	ed by the
4.	Limited Offering Exemption (ULOE) of	e issuer is familiar with the conditions that must be the state in which this notice is filed and understan- lishing that these conditions have been satisfied.			
	he issuer has read this notification and knowndersigned duly authorized person.	ows the contents to be true and has duly caused th	is notice to be signed	on its beh	alf by the
Is	suer (Print or Type)	Signature //	Date	•	
M	lission Mill Creek, DST	(the Au	51410	٦	
N	ame (Print or Type)	Title (Print or Type)			
C	hristopher Finlay	Manager, Mission Trustee Services, ILC, as the	Trustee of Mission M	II Creek.	DST

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	Intend to non-ac investors (Part B-	to sell ccredited s in State	Type of security and aggregate offering price offered in state (Part C-Item 1)		amount pui	investor and rehased in State C-Item 2)		Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK		⊠	Beneficial interests in Delaware statutory trust-	1	\$99,999.98	0	N/A		
			\$8,200,000						·
AZ									
AR									
CA			Beneficial interests in Delaware statutory trust- \$8,200,000	31	\$ 6,942,000.03	0	N/A		⊠
СО									
СТ									
DE									
DC									
FL									
GA		⊠	Beneficial interests in Delaware statutory trust- \$8,200,000	1	\$ 95,000.03	0	N/A		
НІ									
ID			Beneficial interests in Delaware statutory trust- \$8,200,000	1	\$244,000.02	0	N/A		Ø
IL			00,200,000						
IN									
IA			-						
KS									
KY			-	7					
LA									
ME									
MD			Beneficial interests in Delaware statutory trust- \$8,200,000	1	\$131,999.99	0	N/A		Ø
MA									
MI									
	L		1		<u> </u>	d			

APPENDIX

1	1 2		3		5 Disqualification				
	to non-a	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2) Number of Number of				ate ULOE, attach attion of granted)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
MN		⊠	Beneficial interests in Delaware statutory trust-	1	\$100,999.97	0	N/A		⊠
MS			\$8,200,000						
МО									
мт́							<u></u>		
NE					_				
NV									
NH									
NJ									
NM									
NY									
NC	0	⊠	Beneficial interests in Delaware statutory trust-	1	\$99,999.98	0	N/A		⊠
ļ <u>-</u>	! <u>-</u>		\$8,200,000						
ND									
ОН									
ок			Beneficial interests						
OR		፟	in Delaware statutory trust- \$8,200,000	1	\$303,999.99	0	N/A		⊠
PA			\$6,200,000				<u> </u>		
RI					<u> </u>		<u> </u>		
SC		0							Q
SD									
TN						<u> </u>			
TX					· · · · · · · · · · · · · · · · · · ·	-			
UT		0							
VT			· · · · · · · · · · · · · · · · · · ·		-				
VA		⊠	Beneficial interests in Delaware statutory trust- \$8,200,000	2	\$ 181,999.98	0	N/A		⊠

	APPENDIX											
1	:	2	3	4					S ification			
			Type of security									
	Intend	to sell	and aggregate					(if yes, attach				
	to non-a	ccredited	offering price			investor and		explanation of				
	investors in State offered in state amount purchased in State						waiver granted) (Part E-Item 1)					
	(Part B	-ltem 1)	(Part C-Item 1)		(Part C-Item 2)							
				Number of Accredited		Number of Non-Accredited						
State	Yes	No		Investors	Amount	Investors	Amount	Yes	No			
WA												
wv												
WI												
WY												

PR

